

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Reorganized Debtors in the above-captioned cases.

On August 24, 2010, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification, and (ii) upon the party listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Reorganized Debtors' Statement of Disputed Issues with Respect to Proofs of Administrative Expense Claim Numbers 18743 and 20052 (Genpact International, Inc. and Genpact International, LLC) ("Statement of Disputed Issues - Genpact International, Inc. and Genpact International, LLC") (Docket No. 20541) [a copy of which is attached hereto as Exhibit C]
- 2) Reorganized Debtors' Statement of Disputed Issues with Respect to Proof of Claim Number 14086 (Carolyn Needham) ("Statement of Disputed Issues - Carolyn Needham") (Docket No. 20542) [a copy of which is attached hereto as Exhibit D]

On August 24, 2010, I caused to be served the document listed below upon the parties listed on Exhibit E hereto via overnight mail:

- 3) Reorganized Debtors' Statement of Disputed Issues with Respect to Proofs of Administrative Expense Claim Numbers 18743 and 20052 (Genpact International, Inc. and Genpact International, LLC) ("Statement of Disputed Issues - Genpact International, Inc. and Genpact International, LLC") (Docket No. 20541) [a copy of which is attached hereto as Exhibit C]

On August 24, 2010, I caused to be served the document listed below upon the party listed on Exhibit F hereto via overnight mail:

- 4) Reorganized Debtors' Statement of Disputed Issues with Respect to Proof of Claim Number 14086 (Carolyn Needham) ("Statement of Disputed Issues - Carolyn Needham") (Docket No. 20542) [a copy of which is attached hereto as Exhibit D]

Dated: August 27, 2010

/s/ Darlene Calderon

Darlene Calderon

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 27th day of August, 2010, by Darlene Calderon, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ Gabriela Hill

Commission Expires: 6/11/13

EXHIBIT A

Post-Emergence Master Service List

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EXHIBIT B

Post-Emergence Master Service List

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EXHIBIT C

Hearing Date: September 24, 2010
Hearing Time: 10:00 a.m. (prevailing Eastern time)

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	X	

REORGANIZED DEBTORS' STATEMENT OF DISPUTED ISSUES WITH RESPECT TO
PROOFS OF ADMINISTRATIVE EXPENSE CLAIM NUMBERS 18743 AND 20052
(GENPACT INTERNATIONAL, INC. AND GENPACT INTERNATIONAL, LLC)

("STATEMENT OF DISPUTED ISSUES –
GENPACT INTERNATIONAL, INC. AND GENPACT INTERNATIONAL, LLC")

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), hereby submit this Statement Of Disputed Issues With Respect To Proofs Of Administrative Expense Claim Numbers 18743 And 20052, filed by Genpact International, Inc. And Genpact International, LLC, respectively (the "Statement Of Disputed Issues") and respectfully represent as follows:

Background

1. On October 8 and 14, 2005 (the "Petition Dates"), Delphi Corporation ("Delphi") and certain of its affiliates (collectively, the "Debtors"), predecessors of the Reorganized Debtors, filed voluntary petitions in this Court for reorganization relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended.
2. On July 13, 2009, Genpact International, Inc. ("Genpact Inc.") filed proof of administrative expense claim number 18743 ("Claim 18743") against Delphi asserting an administrative expense claim in the amount of \$6,600,160.00 stemming from certain services provided by Genpact Inc.
3. On October 30, 2009, Genpact International, LLC ("Genpact LLC," together with Genpact Inc., "Genpact" or the Claimants) filed proof of administrative expense claim number 20052 ("Claim 20052," together with Claim 18743, the "Claims") against Delphi asserting an administrative expense claim in the amount of \$6,831,514.00 stemming from certain services provided by Genpact.
4. On January 22, 2010, the Reorganized Debtors objected to the Claims pursuant to the Reorganized Debtors' Forty-Third Omnibus Objection Pursuant To 11 U.S.C. § 503(b) And Fed. R. Bankr. P. 3007 To (I) Expunge Certain Administrative Expense (A) Severance Claims, (B) Books And Records Claims, (C) Duplicate Claims, (D) Equity Interests,

(E) Prepetition Claims, (F) Insufficiently Documented Claims, (G) Pension, Benefit, And OPEB Claims, (H) Workers' Compensation Claims, And (I) Transferred Workers' Compensation Claims, (II) Modify And Allow Certain Administrative Expense Severance Claims, And (III) Allow Certain Administrative Expense Severance Claims (Docket No. 19356) (the "Forty-Third Omnibus Claims Objection").

5. On February 16, 2010, Genpact filed the Response Of Genpact International, LLC To Debtors' Forty-Third Omnibus Claims Objection Claim No. 18743 (Docket No. 19428) (the "First Response").

6. On February 16, 2010, Genpact filed the Response Of Genpact International, LLC To Debtors' Forty-Third Omnibus Claims Objection Claim No. 20052 (Docket No. 19429) (the "Second Response," and together with the First Response, the "Responses").

7. On October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively. Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests." Modified Plan, art. 9.6

8. On August 17, 2010, the Reorganized Debtors filed the Notice Of Claims Objection Hearing With Respect To Reorganized Debtors' Objection To Proofs Of Administrative Expense Claim Numbers 18743 And 20052 (Docket No. 20507) scheduling an evidentiary hearing on the merits of the Claims for October 21, 2010, at 10:00 a.m. (prevailing Eastern time) in this Court.

Disputed Issues

A. Delphi Does Not Owe Genpact The Amounts Asserted In The Claims

9. The Reorganized Debtors have reviewed the information attached to the Claims and the Responses and dispute that any remaining unpaid amounts asserted in the Claims are the responsibility of the Debtors or the Reorganized Debtors.

10. Based on discussions with Genpact, the Reorganized Debtors believe that any amounts owed by the Debtors or the Reorganized Debtors have been satisfied in full. The Reorganized Debtors believe that approximately \$10,000 of the amounts asserted in the Claims remain unpaid. These unpaid amounts, however, are (i) asserted against non-Debtor entities and (ii) arose after October 6, 2009, and therefore, not the responsibility of the Debtors or the Reorganized Debtors. Accordingly, the Reorganized Debtors believe that each of the Claims should be disallowed and expunged in its entirety.

Reservation Of Rights

11. This Statement Of Disputed Issues is submitted by the Reorganized Debtors pursuant to paragraph 9(d) of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearings Regarding Objections To Claims And (II) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"), as

applicable under the Order Pursuant To 11 U.S.C. §§ 105(a) and 503(b) Authorizing Debtors To Apply Claims Objection Procedures To Address Contested Administrative Expense Claims (Docket No. 18998) (the "Administrative Claims Objection Procedures Order"). Consistent with the provisions of the Claims Objection Procedures Order, the Reorganized Debtors' submission of this Statement Of Disputed Issues is without prejudice to (a) the Reorganized Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Claim and (b) the Reorganized Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Claim.

WHEREFORE the Reorganized Debtors respectfully request that this Court enter an order (a) disallowing and expunging the Claims in their entirety and (b) granting the Reorganized Debtors such other and further relief as is just.

Dated: New York, New York
August 24, 2010

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

By: /s/ John Wm. Butler, Jr.
John Wm. Butler, Jr.
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Attorneys for DPH Holdings Corp., et al.,
Reorganized Debtors

EXHIBIT D

Hearing Date: September 24, 2010
Hearing Time: 10:00 a.m. (prevailing Eastern time)

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DPH HOLDINGS CORP., <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Reorganized Debtors.	:	(Jointly Administered)
	:	
-----	x	

REORGANIZED DEBTORS' STATEMENT OF DISPUTED ISSUES
WITH RESPECT TO PROOF OF CLAIM NUMBER 14086
(CAROLYN NEEDHAM)

("STATEMENT OF DISPUTED ISSUES – CAROLYN NEEDHAM")

DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") hereby submit this Statement Of Disputed Issues (the "Statement Of Disputed Issues") With Respect To Proof Of Claim Number 14086 filed by Carolyn Needham (the "Claimant") and respectfully represent as follows:

Background

1. On October 8 and 14, 2005 (the "Petition Date"), Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC") (collectively, the "Debtors"), predecessors of the Reorganized Debtors, filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

2. On July 31, 2006, the Claimant filed proof of claim number 14086 against DAS LLC which asserts a general unsecured non-priority claim in the amount of \$100,000.00 arising from an alleged personal injury claim that occurred on the Debtors' premises (the "Claim").

3. On February 15, 2007, the Debtors objected to the Claim pursuant to the Debtors' Ninth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification (Docket No. 6968) (the "Ninth Omnibus Claims Objection").

4. On March 14, 2007, the Claimant filed the Reply Of Claimant Carolyn Needham To Debtors' Ninth Omnibus Claims Objection (Docket No. 7264) (the "Response").

5. On October 6, 2009, the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors

And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively. Article 9.6(a) of the Modified Plan provides that "[t]he Reorganized Debtors shall retain responsibility for administering, disputing, objecting to, compromising, or otherwise resolving all Claims against, and Interests in, the Debtors and making distributions (if any) with respect to all Claims and Interests." Modified Plan, art. 9.6.

6. On August 17, 2010, the Reorganized Debtors filed the Notice Of Claims Objection Hearing With Respect To Reorganized Debtors' Objection To Proof Of Claim Number 14086 (Docket No. 20508) scheduling an evidentiary hearing on the merits of the Claim for October 21, 2010, at 10:00 a.m. (prevailing Eastern time) in this Court.

Disputed Issues

A. DAS LLC Does Not Owe The Claimant The Amounts Asserted In The Proof Of Claim

7. The Reorganized Debtors have reviewed the information attached to the Claim and the Response and dispute that DAS LLC owes any amounts asserted in the Claim.

8. The Claimant asserts that DAS LLC owes her a general unsecured non-priority claim in the amount of \$100,000.00 for an alleged personal injury that occurred on the Debtors' premises. Specifically, the Claimant asserts that in early August 2005, the Claimant was injured while at the Debtors' plant in Coopersville, Michigan. The Claimant further asserts that she was not an employee of the Debtors but that she was an employee of a company contracted by the Debtors to provide food service to the Debtors' employees. The Reorganized Debtors have reviewed all listings of contract employees as well as the pertinent records for the

time period asserted in the Claim and have no record showing that the Claimant was ever on the Debtors' premises let alone a contract employee of the Debtors. Moreover, the Reorganized Debtors have requested that the Claimant supply any information supporting the Claim. To date, no such information has been provided by the Claimant. Accordingly, the Reorganized Debtors believe that the Claim should be disallowed and expunged in its entirety.

Reservation Of Rights

9. This Statement Of Disputed Issues is submitted by the Reorganized Debtors pursuant to paragraph 9(d) of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearings Regarding Objections To Claims And (II) Certain Notices And Procedures Governing Objections To Claims (Docket No. 6089) (the "Claims Objection Procedures Order"). Consistent with the provisions of the Claims Objection Procedures Order, the Reorganized Debtors' submission of this Statement Of Disputed Issues is without prejudice to (a) the Reorganized Debtors' right to later identify and assert additional legal and factual bases for disallowance, expungement, reduction, or reclassification of the Claim(s) and (b) the Reorganized Debtors' right to later identify additional documentation supporting the disallowance, expungement, reduction, or reclassification of the Claim.

WHEREFORE the Reorganized Debtors respectfully request that this Court enter an order (a) disallowing and expunging the Claim in its entirety and (b) granting the Reorganized Debtors such other and further relief as is just.

Dated: New York, New York
August 24, 2010

SKADDEN, ARPS, SLATE, MEAGHER
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Reorganized Debtors

EXHIBIT E

Pg 43 of 45
DPH Holdings Corp.
Special Parties

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EXHIBIT F

Pg 45 of 45
DPH Holdings Corp.
Special Parties

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